

Current report **no. 46/2018**

Date prepared:

October 1st, 2018

Short name of the issuer:

Comperia.pl S.A.

Subject:

Concluding an agreement between Comperia.pl and two shareholders of Comperia.pl on the set off of counterclaims

Legal basis:

Article 17 section 1 of the Market Abuse Regulations – confidential information

Contents of the report:

The Management Board of Comperia.pl S.A. with its registered office in Warsaw (the “Company”) informs about two set off agreements signed today between the Company and two shareholders of the Company (the “Creditors”). By virtue of the agreements it came to the set off of claims, owing to the Creditors towards the Company in accordance with the set off agreements dated October 1st, 2018, referred to in the current report no. 45/2018, from the repayment of loans in the total amount of PLN 2.000.000, i.e. PLN 1.200.000 to the first Creditor and PLN 800.000 to the second Creditor (previously advanced to the Company’s Subsidiary, i.e. Comperia Ubezpieczenia Sp. z o.o. with its registered office in Warsaw by virtue of the loan agreements dated February 22nd, 2018), with the Company’s claims towards each Creditor (in the above amount) due to the Creditors’ payments, in the fair amount, for the subscription for Series G ordinary bearer shares (“Shares”), issued by the Company in virtue of Resolution no. 5 of Extraordinary General Meeting of April 6th, 2018 on increasing the share capital of the Company through issuance of Series G shares with the right of pre-emption for current shareholders, the indication of the pre-emptive subscription of shares at the day of June 4th, 2018 and the Company’s statute change in accordance with the subscription conditions, determined in the prospectus approved by the Polish Financial Supervision Authority on September 11th, 2018 (the “Prospectus”).

Due to the set off, Creditors’ and the Company’s counterclaims undergo the redemption for total pay of PLN 2.000.000. This set off states proper and in accordance with conditions of shares subscription determined by the Prospectus payment for the subscription for Shares submitted by the Creditors to the amount of PLN 2.000.000.

This set off of counterclaims is a contractual set off, referred to in the Article 14 § 4 sentence 2 of the Code of Commercial Companies.

Representatives of the Company:

Grzegorz Długosz – President of the Management Board

Wojciech Małek – Member of the Management Board